

**Delaware Division of Corporations
401 Federal Street – Suite 4
Dover, DE 19901
Phone: 302-739-3073
Fax: 302-739-3812**

**Certificate of Conversion from a
Delaware or Non-Delaware Limited Partnership
to a Delaware Statutory Trust**

Dear Sir or Madam:

Enclosed please find a form for a Certificate of Conversion from a Delaware or Non-Delaware Limited Partnership to a Delaware Statutory Trust. The fee to file the Certificate of Conversion is \$200.00. Also, enclosed please find a form for a Certificate of Trust that is required to be filed simultaneously with the Certificate of Conversion. The fee for filing the Certificate of Trust is \$200.00. Please submit the filing with 1 cover sheet with Conversion first. You will receive a stamped “filed” copy of your document. If you would like a certified copy it will be an additional \$100.00. (\$50.00 for the Conversion and \$50.00 for the Certificate of Trust) Expedited services are available please contact our office concerning these fees. Delaware entities converting to any other non-Delaware or domestic entity must also pay all applicable taxes. Please contact our Franchise Tax Department for assistance. Please make any check payable to “Delaware Secretary of State”.

In order to process your request in a timely manner, please include a cover letter with your name, address and telephone/fax number to enable us to contact you if necessary. For your convenience a cover sheet is available at the following link. <http://corp.delaware.gov/filingmemo.pdf>. Please make sure you thoroughly complete all information requested on these forms. It is important that the execution be legible, we request that you print or type your name under the signature line.

Thank you for choosing Delaware as your corporate home. Should you require further assistance in this or any other matter, please don’t hesitate to call us at (302) 739-3073.

Sincerely,

Department of State
Division of Corporations

STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A LIMITED PARTNERSHIP TO A
STATUTORY TRUST PURSUANT TO
SECTION 3820 OF THE DELAWARE
STATUTORY TRUST CODE

- 1.) The jurisdiction where the Limited Partnership first formed is _____.
- 2.) The jurisdiction immediately prior to filing this Certificate is_____.
- 3.) The date the Limited Partnership first formed is_____.
- 4.) The name of the Limited Partnership immediately prior to filing this Certificate is_____.
- 5.) The name of the Statutory Trust as set forth in the Certificate of Trust is _____.

IN WITNESS WHEREOF, the undersigned have executed this Certificate on the _____ day of _____, A.D._____.

By:_____

Trustee(s)

Name:_____

Print or Type

STATE *of* DELAWARE CERTIFICATE *of* TRUST

This Certificate of Trust is filed in accordance with the provisions of the Delaware Statutory Trust Act (Title 12 of the Delaware Code, Section 3801 et seq.) and sets forth the following:

• **First:** The name of the trust is _____

• **Second:** The name and address of the trustee or the Registered Agent is (circle which one applies as meeting the requirements of subsection 3807):

• **Third:** (Insert any other information the trustees determine to include therein.)

By: _____
Trustee(s)

Name: _____
Typed or Printed